

FEDERAL RESERVE SYSTEM

Change in Bank Control Notices; Acquisitions of Shares of Banks or Bank Holding Companies

The notificants listed below have applied under the Change in Bank Control Act (12 U.S.C. 1817(j)) and § 225.41 of the Board's Regulation Y (12 CFR 225.41) to acquire a bank or bank holding company. The factors that are considered in acting on the notices are set forth in paragraph 7 of the Act (12 U.S.C. 1817(j)(7)).

The notices are available for immediate inspection at the Federal Reserve Bank indicated. The notices also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing to the Reserve Bank indicated for that notice or to the offices of the Board of Governors. Comments must be received not later than December 15, 1998.

A. Federal Reserve Bank of Cleveland (Paul Kaboth, Banking Supervisor) 1455 East Sixth Street, Cleveland, Ohio 44101-2566:

1. *Elmo Greer*; Phyllis Greer Eversole; Elmo Lee Greer; Marsha Greer; Jason Greer; Randell Greer; Rex Greer; Peggy Greer; Verdine Greer; Warren Greer; Don L. Young; all of London, Kentucky, and Jerry D. Greer; Carolyn Greer; Lanny Greer, all of East Bernstadt, Kentucky, to retain voting shares of Cumberland Valley Financial Corporation, London, Kentucky, and thereby indirectly retain voting shares of Cumberland Valley National Bank & Trust Company, London, Kentucky.

2. *Margaret C. Fouts*, and the Estate of John C. Fouts, both of Lacey, Washington; G.W. Griffin, Jr.; George William Griffin; W.R. Griffin; Winston Robert Griffin; and Laurel Grocery Co.; all of London, Kentucky; Linda Griffin, Lexington, Kentucky; Margaret Griffin, Atlanta, Georgia; Martha Griffin, Naples, Florida; Marynell G. Halbleib, and Ross Halbleib, both of Corbin, Kentucky; Elizabeth Griffin McCoy, Hal McCoy, both of Hopkinsville, Kentucky; and Gale G. Warburton, Wilmore, Kentucky; all to retain voting shares of Cumberland Valley Financial Corporation, London, Kentucky, and thereby indirectly retain voting shares of Cumberland Valley National Bank & Trust Company, London, Kentucky.

Board of Governors of the Federal Reserve System, November 25, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

[FR Doc. 98-31978 Filed 11-30-98; 8:45 am]

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FEDERAL RESERVE SYSTEM

Formations of, Acquisitions by, and Mergers of Bank Holding Companies

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The application also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act. Unless otherwise noted, nonbanking activities will be conducted throughout the United States.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than December 24, 1998.

A. Federal Reserve Bank of St. Louis (Randall C. Sumner, Vice President) 411 Locust Street, St. Louis, Missouri 63102-2034:

1. *Area Bancshares Corporation*, Owensboro, Kentucky; to acquire 100 percent of the voting shares of Alliance Bank, Somerset, Kentucky. This action will take place following the conversion of Alliance Bank, FSB, Somerset, Kentucky, from a federal savings bank, to a state nonmember bank.

2. *First Security Bancorp*, Searcy, Arkansas; to acquire an additional 75.88 percent, for a total of 100 percent, of the voting shares of Baxter County Bancshares, Inc., Mountain Home, Arkansas, and thereby indirectly acquire Peoples Bank and Trust Company, Mountain Home, Arkansas.

Board of Governors of the Federal Reserve System, November 25, 1998.

Robert deV. Frierson,

Associate Secretary of the Board.

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FEDERAL RESERVE SYSTEM

Formations of, Acquisitions by, and Mergers of Bank Holding Companies

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The application also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act. Unless otherwise noted, nonbanking activities will be conducted throughout the United States.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than December 17, 1998.

A. Federal Reserve Bank of Minneapolis (JoAnne F. Lewellen, Assistant Vice President) 90 Hennepin Avenue, P.O. Box 291, Minneapolis, Minnesota 55480-0291:

1. *Superior Financial Holding Corporation*, Minneapolis, Minnesota; to become a bank holding company by acquiring 100 percent of the voting shares of Commercial State Bancorporation, Two Harbors, Minnesota, and thereby indirectly acquire Commercial State Bank of Two Harbors, Two Harbors, Minnesota.

In connection with this application, Applicant also has applied to acquire Commercial State Insurance Agency, Inc., Two Harbors, Minnesota, and thereby engage in general insurance agency activities in a place with a population not exceeding 5,000, pursuant to § 225.28(b)(11)(iii) of Regulation Y.

In addition, Applicant has also applied to engage directly in extending